

UNITED STATES DISTRICT COURT

FOR THE DISTRICT OF NEW YORK

FEDERAL INSURANCE COMPANY, INC., Civil Action No. 09-CV-7863

Plaintiff, (NRB) (ECF CASE)

Hon. Naomi Reice Buchwald

vs.

SAFENET, INC., CAROLE ARGO, and
ANTHONY CAPUTO,

Defendant.

STIPULATION RE: ENTRY OF JUDGMENT AND DISMISSAL OF
COUNTERCLAIMS WITH PREJUDICE

Plaintiff and Counter-defendant, Federal Insurance Company ("Federal"), and Defendants and Counterclaimants, SafeNet, Inc. ("SafeNet"), Carole Argo, and Anthony Caputo, do hereby stipulate, covenant, and agree, subject to the approval and order of this Honorable Court:

(1) that JUDGMENT (in the form attached hereto as Exhibit "A") be entered in this action for Federal in accordance with the Court's September 9, 2011 Memorandum and Order on the parties' cross-motions for summary judgment;


(2) that the Counterclaims of SafeNet, Carole Argo, and Anthony Caputo against Federal be dismissed with prejudice; and

(3) that none of SafeNet, nor Carole Argo, nor Anthony Caputo will appeal the JUDGMENT, or bring or maintain any further claim against Federal with respect to the Class Action, the First Excess Policy, or any other matter that was raised or could have been raised in

Federal's Complaint in this action, and/or the Counterclaims of SafeNet, Carole Argo, and/or Anthony Caputo, and that Federal will not appeal the JUDGMENT, or bring or maintain any further claim against SafeNet or Carole Argo or Anthony Caputo with respect to the Class Action, the First Excess Policy, or any other matter that was raised or could have been raised in Federal's Complaint in this action, and/or the Counterclaims of SafeNet, Carole Argo, and/or Anthony Caputo.

SO STIPULATED:

October 24, 2011

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|--|---|
|  Michael F. Perlis Locke Lord Bissell & Liddell LLP 300 S. Grand Avenue, Suite 2600 Los Angeles, CA 90071 <i>Counsel for Federal</i> | _____ Matthew B. Holmwood Wilmer Cutler Pickering Hale & Dorr 1875 Pennsylvania Avenue, NW Washington, DC 20006 <i>Counsel for Carole Argo</i> |
| _____ James M. Carson Federal Insurance Company | _____ Carole Argo |
| _____ Duane Sigelko Reed Smith LLP 10 South Wacker Drive Chicago, IL 60606-7507 <i>Counsel for SafeNet</i> | _____ John A. Freedman Arnold & Porter, LLP 555 Twelfth Street, N.W. Washington, DC 20004 <i>Counsel for Anthony Caputo</i> |
| By: _____ SafeNet, Inc. | _____ Anthony Caputo |

SO ORDERED.  October 27, 2011

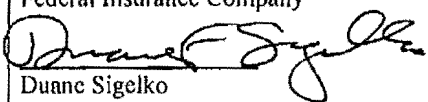
NAOMI REICE BUCHWALD
UNITED STATES DISTRICT JUDGE



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|--|---|

SO ORDERED.


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UNITED STATES DISTRICT JUDGE

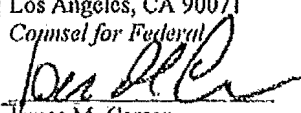
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SO STIPULATED:

October 24, 2011

/s/ Michael F. Perlis

Michael F. Perlis
Locke Lord Bissell & Liddell LLP
300 S. Grand Avenue, Suite 2600
Los Angeles, CA 90071
Counsel for Federal


James M. Carson
Federal Insurance Company

/s/ Duane Sigelko

Dunne Sigelko
Reed Smith LLP
10 South Wacker Drive
Chicago, IL 60606-7507
Counsel for SafeNet

By: _____

SafeNet, Inc.

/s/ Matthew B. Holmwood

Matthew B. Holmwood
Willmer Cutler Pickering Hale & Dorr
1875 Pennsylvania Avenue, NW
Washington, DC 20006
Counsel for Carole Argo

Carole Argo

/s/ John A. Freedman

John A. Freedman
Arnold & Porter, LLP
555 Twelfth Street, N.W.
Washington, DC 20004
Counsel for Anthony Caputo

Anthony Caputo

SO ORDERED.

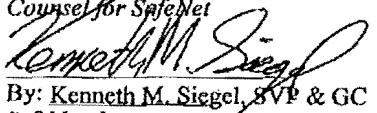
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| James M. Carson Federal Insurance Company | Carole Argo |
| <u>/s/ Duane Sigelko</u> Duane Sigelko Reed Smith LLP 10 South Wacker Drive Chicago, IL 60606-7507 Counsel for SafeNet  By: Kenneth M. Siegel, SVP & GC SafeNet, Inc. | <u>/s/ John A. Freedman</u> John A. Freedman Arnold & Porter, LLP 555 Twelfth Street, N.W. Washington, DC 20004 Counsel for Anthony Caputo |
| | Anthony Caputo |

SO ORDERED.

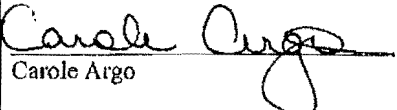
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| By: _____ SafeNet, Inc. | _____ Anthony Caputo |

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October __, 2011

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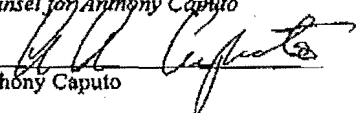
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Arnold & Porter, LLP

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